



Grand Trunk Western Railroad Co.

Law Department

1333 Brewery Park Blvd.
Detroit, MI 48207-2699

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RECORDATION NO.

15267E

FILED 1423

JUN 25 1990 -2:15 PM

INTERSTATE COMMERCE COMMISSION

0-176A046

June 21, 1990

File: 352-H

Secretary
Interstate Commerce Commission
Room 2215
12th & Constitution Ave., N.W.
Washington, D.C. 20423

\$15.00 filing fee

JUN 25 2 07 PM '90
MOTOR OPERATING UNIT

Dear Secretary:

Enclosed for recordation with the Interstate Commerce Commission pursuant to 49 USC §11303 are counterparts of an agreement releasing security in certain locomotives, dated as of June 20, 1990, between Helm Locomotive Leasing and National Bank of Detroit. The Security Agreement from which this locomotive is being released is a Security Agreement dated as of July 14, 1987, given by Helm Locomotive Leasing in favor of NBD. That document was filed with the Commission on July 20, 1987, and assigned Recordation No. 15267.

The parties to this present agreement releasing security are:

Secured Party: National Bank of Detroit
611 Woodward Avenue
Detroit, MI 48226

Debtor: Helm Locomotive Leasing
1333 Brewery Park Boulevard
Detroit, MI 48207-2699

A Joint Venture of Helm
Equipment Leasing Corp.
One Embarcadero Center
San Francisco, CA 94111 and

Domestic Three Leasing Corp.
1333 Brewery Park Boulevard
Detroit, MI 48207-2699

This one is
15267-E

*Countersigned
Mona Anderson*

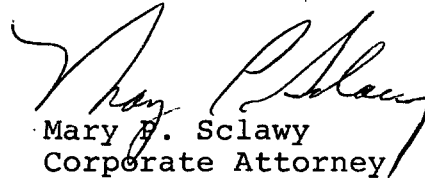
Interstate Commerce Commission
June 21, 1990
Page -2-

The locomotive in which security is being released is one (1) GP 38-2 locomotive bearing the reporting mark 2035.

Enclosed is our check No. 1744 in the amount of \$15.00.

Please accept one counterpart of this document for filing, stamp the remaining with your recordation number and return them and your fee receipt to the person presenting this matter for filing.

Sincerely,



Mary P. Sclawy
Corporate Attorney

MPS:val - MPS8
352-H-ICC

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Mary P. Sclawy
Corporate Attorney

Grand Trunk western RR. Co.
1333 Brewery Park Blvd
Detroit, Michigan 48207

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/25/90 at 2:15pm and assigned recordation number(s). 15267-E, 16778-A, 16801-A & 16802-A

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)

JUN 25 1990 - 2:15 PM

INTERSTATE COMMERCE COMMISSION

AGREEMENT RELEASING SECURITY
IN CERTAIN LOCOMOTIVES

This agreement releasing security (Agreement), dated as of June 20, 1990, between HELM LOCOMOTIVE LEASING, a joint venture (the Company) of Helm Equipment Leasing, Corporation and Domestic Three Leasing Corp., and NATIONAL BANK OF DETROIT (the Bank).

The Company and the Bank wish to release a certain locomotive unit as Collateral from a security agreement (Security Agreement), dated as of July 14, 1987, given by the Company in favor of the Bank.

Now therefore, pursuant to the terms of the Security Agreement and the Credit Agreement (as defined in the Security Agreement) and for good and valuable consideration granted by each party to the other, the parties agree as follows:

Delete from the Collateral (as defined in the security granting clause of the Security Agreement) one (1) GP 38-2 locomotive bearing the reporting mark MP 2035.

Executed on June 19, 1990.

For HELM LOCOMOTIVE LEASING

NATIONAL BANK OF DETROIT

DOMESTIC THREE LEASING CORP.
One of its joint venturers

By

Donnie R. Rye

Its

TREASURER

By

James R. Janner

Its

2nd Vice President

STATE OF MICHIGAN)
) ss.
COUNTY OF WAYNE)

On this 20th day of June, 1990, before me personally appeared Bonnie Reyes, to me personally known, who, being by me duly sworn, says that she is the Treasurer of Domestic Three Leasing Corporation, a Delaware corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

J. A. Brewer
Notary Public

[Notarial Seal]

My Commission Expires:

J. A. BREWER
NOTARY PUBLIC - WAYNE COUNTY, MICH.
MY COMMISSION EXPIRES 9-28-93

STATE OF MICHIGAN)
) ss.
COUNTY OF WAYNE)

On this 20 day of June, 1990, before me personally appeared JAMES R. JENNER to me personally known, who, being by me duly sworn, says that he is the 2nd VICE PRESIDENT of National Bank of Detroit, a national banking association, that said instrument was signed on behalf of said association with all due authority and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Wendy L. Dought
Notary Public

[Notarial Seal]

My Commission Expires:

7-22-90

/Agreement - LEASES